

## MINUTES OF BOARD OF DIRECTORS MEETING

Feb 21, 2014

9:00A.M.

### 1. MEETING CALLED TO ORDER

The meeting was called to order by (b) (6), (b) (7)(C).

### 2. ROLL CALL

PRESENT: (b) (6), (b) (7)(C)

ALSO PRESENT: (b) (6), (b) (7)(C), ABSENT: (b) (6), (b) (7)(C)

### 3. ADOPTION OF THE AGENDA

The Board was presented with a proposed agenda for this meeting. On motion by (b) (6), seconded by (b) (6), (b) (7)(C), the Agenda was adopted. On roll call vote: YES – (b) (6), (b) (6), (b) (7)(C) NO - None. ABSENT: (b) (6), (b) (7)(C)

### 4. APPROVAL AND SIGNING OF THE MINUTES

On a motion by (b) (6), and second by (b) (6), (b) (7)(C) we will approve the minutes of the last meeting at the next board meeting. On roll call vote: YES – (b) (6), (b) (7)(C), and (b) (6) NO - None. ABSENT: (b) (6), (b) (7)(C)

### 5. BUDGET

The Board has been presented with a budget provided by our accountant. (b) (6) passed out copies of the budget to the board. The changes we discussed and on a motion by (b) (6), (b) (7)(C) and Seconded by (b) (6), the new budget for 2014 will be in effect. On roll call vote: YES – (b) (6), (b) (7)(C) NO - None. ABSENT: (b) (6), (b) (7)(C)

### 6. EXECUTIVE SECESSION

On a motion by (b) (6), (b) (7)(C) and second by (b) (6), the meeting is now in executive secession. On roll call vote: YES – (b) (6), (b) (7)(C) NO - None. ABSENT: (b) (6), (b) (7)(C)

In the last board meeting (b) (6) presented a 2014 budget. Salary for (b) (6), (b) (7)(C) was reduced to \$70,000 per year. (b) (6) stated that he had financial obligations and could not take that drastic reduction of salary. (b) (6) asked the board to reconsider.

(b) (6) again presented a letter from (b) (6), (b) (7)(C) dated December 12, 2013 stating that the salary for the employees of Boyle Skene Water was above the average of \$8-10/member/month. (b) (6) spoke with (b) (6), (b) (7)(C) he said that we do not have to pay salary on meter count. (b) (6), (b) (7)(C) spoke with (b) (6), (b) (7)(C) with Ms Rural Water

Association he said on average a water operator salary is \$65,000 per year with out benefits of gas or vehicle repair. (b) (6), (b) (7)(C) made a suggestion that we pay (b) (6), (b) (7) per year. (b) (6) stated that the past job performance has not been what was expected, farm meters still have not been installed, Chlorine has ran out at several of the well sites, leaks have not been repaired, and water loss issues have not been addressed. (b) (6) stated that a reduction in salary would not increase job performance if anything it would decrease performance that is already not acceptable. (b) (6) stated that in the May 13, 2013 minuet (b) (6) was hired as water operator thru May of 2014 at his current salary. Therefore, we should pay him at his current salary of \$9,768 per month with insurance but without gas allowance till the directors meeting held in May of 2014 when the water operator position is reevaluated. However, (b) (6) suggested that we do not require him to work during this time. (b) (6) stated that the board must do what is in the best interest of the community and the customers of Boyle Skene Water. (b) (6), (b) (7)(C) stated that we need attorney advice on this matter. (b) (6), (b) (7)(C) has been representing Boyle Skene Water on other legal matters, however, (b) (6), (b) (7)(C) is long time friends with (b) (6), (b) (7)(C), therefore, we should seek some other third party attorney. There has been no contract between Boyle Skene Water and (b) (6), (b) (7)(C) Law office that has been found therefore, (b) (6), (b) (7)(C) must have been working on a case by case basis.

A motion was made by (b) (6), and second by (b) (6), (b) (7)(C) to end executive secession. On roll call vote: YES – (b) (6), (b) (7)(C) NO - None. ABSENT: (b) (6), (b) (7)(C)

A motion was made by (b) (6) and second by (b) (6), (b) (7)(C) to call (b) (6), (b) (7)(C) to seek legal advice. On roll call vote: YES – (b) (6), (b) (7)(C) NO - None. ABSENT: (b) (6), (b) (7)(C)

At this time (b) (6), (b) (7)(C) was called and joined the meeting.

(b) (6), (b) (7)(C) agreed to work with the board on legal issues stating that he would work strictly on an hourly fee of \$250 without monthly retainer fees. On a motion by (b) (6) and second by (b) (6) the board hired (b) (6), (b) (7)(C) to assist them with legal issues on this employee matter. On roll call vote: YES – (b) (6), (b) (7)(C) NO - None. ABSENT: (b) (6), (b) (7)(C)

At this time (b) (6), (b) (7)(C) was present to discuss his employment.

(b) (6), (b) (7)(C) stated that (b) (6), (b) (7)(C) was using a different meter count than the actual minimums that were being billed. Todd stated that to stay in compliance with our auditor we must use the meter count the auditor used on his audit of 1485. (b) (6), (b) (7)(C) agreed that to stay in compliance the meter count should be 1485. (b) (6), (b) (7)(C) further stated that to stay in compliance we must use the \$70,000 per year rate that the accountant used for the budget. (b) (6), (b) (7)(C) asked that the board honor the current rate he is being paid till the May director meeting so that he may have some time to get his financed in order for the salary reduction. (b) (6), (b) (7)(C) stated that the reason he did not install the farm meters is because as per the bylaws Boyle Skene Water Association must service their residential customers first. He was busy installing meters and fixing leaks for the residential customers. (b) (6), (b) (7)(C) made a motion to pay (b) (6), (b) (7)(C) at his current rate, till the May 2014 directors meeting to reevaluate the operator. (b) (6), (b) (7)(C) would like this to be a severance package with salary and insurance till that time and hire a contractor to do the maintenance and (b) (6), (b) (7)(C) as operator it was second by (b) (6), (b) (7)(C). On roll call vote: YES – (b) (6), (b) (7)(C), and

(b) (6), NO - None. ABSENT: (b) (6), (b) (7)

At this time (b) (6), (b) (7) was relieved of his duties he returned the company debit card and keys. (b) (6), (b) (7) stated that the company equipment was in this other truck and that he would return it all equipment Monday February 24, 2014.

On motion by (b) (6), (b) (7) and second by (b) (6), the meeting went back into executive secession. On roll call vote: YES – (b) (6), (b) (7)(C) NO - None. ABSENT: (b) (6), (b) (7)

The board has already spoken with (b) (6), (b) (7) he has submitted his credentials along with his insurance. He has also agreed to be on call 24/7 in an emergency situation. (b) (6) stated that we could use (b) (6), (b) (7) as a contractor to do maintenance on a 3 month trial period then analyze if it would be cheaper than hiring a separate operator.

On a motion by (b) (6), (b) (7) and second by (b) (6) the executive secession was ended. On roll call vote: YES – (b) (6), (b) (7)(C) NO - None. ABSENT: (b) (6), (b) (7)

On a motion by (b) (6), (b) (7) and seconded by (b) (6) we will hire (b) (6), (b) (7) as an independent contractor to do maintenance. On roll call vote: YES – (b) (6), (b) (7)(C), (b) (6), (b) (7)(C) NO - None. ABSENT: (b) (6), (b) (7)

On a motion by (b) (6) and seconded by (b) (6) we will hire someone to help (b) (6) at the rate of \$12 per hour. (b) (6), (b) (7) has authority to interview then bring the potential new employee to the next board meeting at that time the board will make the decision to hire them. On roll call vote: YES – (b) (6), (b) (7)(C) NO - None. ABSENT: (b) (6), (b) (7)

On a motion by (b) (6), and second by (b) (6), (b) (7)(C) will be the water operator with no additional salary increase. On roll call vote: YES – (b) (6), (b) (7)(C) NO - None. ABSENT: (b) (6), (b) (7)

On a motion by (b) (6), (b) (7) and second by (b) (6), we will have another meeting March 4 at 5:00 pm at our office to meet (b) (6), (b) (7) potential employee and review any other matters that may need attention. On roll call vote: YES – (b) (6), (b) (7)(C), and (b) (6), NO - None. ABSENT: (b) (6), (b) (7)

#### ADJOURNMENT

On motion by (b) (6), and second by (b) (6), (b) (7) the meeting was adjourned by unanimous approval of the board.

THERE BEING NO FURTHER BUSINESS, THE MEETING WAS ADJOURNED.

Board Approval:

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*ATTEST:* \_\_\_\_\_  
*Secretary*